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**UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA**

IN RE: ROUNDUP PRODUCTS  
LIABILITY LITIGATION

) MDL No. 2741  
)  
) Case No. 3:16-md-02741-VC

THIS DOCUMENT RELATES TO:

*Marcia Moreno v. Monsanto [sic], et al.,*  
Case No. 3:21-cv-03166-VC

) **DECLARATION OF ADAM JONES IN**  
) **SUPPORT OF DEFENDANTS'**  
) **OPPOSITION TO PLAINTIFF'S MOTION**  
) **TO REMAND *MORENO* CASE**

I, Adam Jones, declare as follows:

1. I am over the age of eighteen. If I were called to testify, I could and would competently testify to the statements set forth below.

2. I submit this declaration in support of defendants' opposition to plaintiff's motion to remand. Statements made in this declaration are based on my personal knowledge, review of company business records, and review of publicly available records.

3. I am a manager and Vice President and Treasurer of Nouryon Chemicals LLC, Nouryon Functional Chemicals LLC, and Nouryon Surface Chemistry LLC (collectively, “Nouryon Defendants”), defendants in this lawsuit. I am also a director, Vice President, and Treasurer of Nouryon US Holding 1 Inc., Nouryon US Holding 2 Inc., Nouryon US Holding 3 Inc., Nouryon US Holding 4 Inc., Nouryon US Holding 5 Inc., Nouryon US Holding 6 Inc., Nouryon US Holding 7 Inc., Nouryon US Holding 8 Inc., and Nouryon US Holding 9 Inc. (collectively, the “Nouryon US Holding Companies”). I am a Vice President and Treasurer of Nouryon USA LLC.

4. Nouryon Chemicals LLC, Nouryon Functional Chemicals LLC, and Nouryon Surface Chemistry LLC are, and have been since before February 2021, Delaware limited liability companies.

5. The sole member of Nouryon Chemicals LLC is, and has been since before February 2021, Nouryon USA LLC. Nouryon USA LLC is, and has been since before February 2021, a Delaware limited liability company. The members of Nouryon USA LLC are, and have been since before February 2021, the Nouryon US Holding Companies – namely, Nouryon US Holding 1 Inc., Nouryon US Holding 2 Inc., Nouryon US Holding 3 Inc., Nouryon US Holding 4 Inc., Nouryon US Holding 5 Inc., Nouryon US Holding 6 Inc., Nouryon US Holding 7 Inc., Nouryon US Holding 8 Inc., and Nouryon US Holding 9 Inc. The Nouryon US Holding Companies all are, and have been since before February 2021, corporations incorporated under the laws of the State of Delaware, with their principal places of business in the Commonwealth of Pennsylvania.

6. The sole member of Nouryon Functional Chemicals LLC is, and has been since before February 2021, Nouryon Chemicals LLC. The sole member of Nouryon Chemicals LLC is, and has been since before February 2021, Nouryon USA LLC. As discussed above, the members of Nouryon USA LLC are, and have been since before February 2021, the nine Nouryon US Holding Companies that are (and have been since before February 2021) Delaware corporations with principal places of business in Pennsylvania.

7. The sole member of Nouryon Surface Chemistry LLC is, and has been since before February 2021, Nouryon Chemicals LLC. The sole member of Nouryon Chemicals LLC is, and has been since before February 2021, Nouryon USA LLC. As discussed above, and the members of Nouryon USA LLC are, and have been since before February 2021, the nine Nouryon US Holding Companies that are (and have been since before February 2021) Delaware corporations with principal places of business in Pennsylvania.

8. The Nouryon Defendants each have three managers (including me). Larry Ryan and William Runzer are the other managers of the Nouryon Defendants. Mr. Ryan is also the President of Nouryon Chemicals LLC and Nouryon Functional Chemicals LLC and the President and General Manager of Nouryon Surface Chemistry LLC. Mr. Runzer is the Vice President, Tax of the Nouryon Defendants.

9. The Nouryon US Holding Companies each have three directors (including me). Larry Ryan and William Runzer are the other directors of the Nouryon US Holding Companies.

10. Starting in the first or second quarter of 2020, the Nouryon Defendants and the Nouryon US Holding Companies began moving their corporate headquarters from Chicago, Illinois to Radnor, Pennsylvania. Mr. Ryan and I moved offices from Chicago, Illinois to Radnor, Pennsylvania in or around March 2020. Mr. Runzer, who was hired in February 2020, has had his office in Radnor, Pennsylvania since that time. Since before February 2021, the Nouryon Defendants' legal, finance, operations, supply chain, strategy, human resources, compliance, merger and acquisition, communications, and compensation and benefits departments have all been based in and led out of Radnor, Pennsylvania.

11. Mr. Ryan, Mr. Runzer and I hold executive meetings for the Nouryon Defendants. Since March 2020, we have been meeting regularly in Radnor, Pennsylvania to make executive decisions for the Nouryon Defendants. Since March 2020, we have directed, controlled and coordinated the business activities of the Nouryon Defendants from their corporate headquarters in Radnor, Pennsylvania. Thus, since before February 2021, the principal places of business of the Nouryon Defendants have been located in Radnor, Pennsylvania.

12. Since March 2020, Mr. Ryan, Mr. Runzer and I also have directed, controlled and coordinated the business activities of the Nouryon US Holding Companies from their corporate headquarters in Radnor, Pennsylvania. For example, we have approved appointments of officers to the Nouryon US Holding Companies and to their boards of directors. These approvals have occurred in Radnor, Pennsylvania. Attached collectively as Exhibit 1 are true and correct copies of the Written Consent of the Board of Directors to the election of Mr. Runzer to the position of Vice President, Tax, for each of the Nouryon US Holding Companies, dated July 1, 2020. As directors, Mr. Ryan, Mr. Runzer, and I signed each of these Written Consents of the Board of Directors. At the time that Mr. Ryan, Mr. Runzer, and I signed these Written Consents of the Board of Directors, we were all based in Radnor, Pennsylvania. The Nouryon US Holding Companies keep these records in the regularly conducted activities of their business and make these records as a regular practice of their business. Since July 2020, the boards of directors for the Nouryon US Holding Companies have considered and approved a number of similar motions from Radnor, Pennsylvania. In addition, in April 2021, the Nouryon US Holding Companies each submitted an IRS Form 7004 for an extension of time to file each company's 2020 tax return. The decision to file these extension-of-time requests was made at the companies' headquarters in Radnor, Pennsylvania, and the forms were filed from the companies' headquarters in Radnor, Pennsylvania. True and correct copies of these forms (which listed each Nouryon US Holding Company's business address in Radnor, Pennsylvania) are attached collectively as Exhibit 2. The Nouryon US Holding Companies keep these records in the regularly conducted activities of their business and make these records as a regular practice of their business.

13. On February 16, 2021, after the executive functions of the Nouryon Defendants and the Nouryon US Holding Companies had already moved to Radnor, Pennsylvania, I attended a company-wide town hall meeting that was held to announce the reduction of the companies' non-executive presence in Chicago, Illinois. A true and correct copy of the presentation from that meeting, for which I provided input, is attached as Exhibit 3. As stated in Exhibit 3, at the time

of that presentation, Radnor, Pennsylvania was already the primary location for the companies' business and critical functional resources, as well as corporate resources including management, finance, human resources, legal, and communications.

14. I have reviewed the documents titled "Corporation/LLC Search/Certificate of Good Standing" for each of the Nouryon Defendants that were attached as exhibits to plaintiff's motion to remand. These documents reflect information from annual reports for 2020 that the Nouryon Defendants filed with the Illinois Secretary of State on June 5, 2020 (Nouryon Chemicals LLC), October 1, 2020 (Nouryon Surface Chemistry LLC), and October 2, 2020 (Nouryon Functional Chemicals LLC). These documents show the Nouryon Defendants' business address in Chicago, Illinois because the Nouryon Defendants did not begin using their Radnor, Pennsylvania address for tax and corporate documents until in or around November 2020.

15. More recent documents show the Nouryon Defendants' headquarters address in Radnor, Pennsylvania. For example, attached as Exhibit 4 is a true and correct copy of an Annual Report Certificate from the State of New Jersey Department of the Treasury Division of Revenue and Enterprise Services affirming that Nouryon Surface Chemistry LLC filed its 2020 annual report on December 2, 2020, with its main business address and the addresses of Mr. Ryan, Mr. Runzer and me in Radnor, Pennsylvania. Nouryon Chemicals LLC keeps this record in the regularly conducted activities of its business and makes this record as a regular practice of the business.

16. Attached as Exhibit 5 is a true and correct copy of an Annual Report Certificate from the State of New Jersey Department of the Treasury Division of Revenue and Enterprise Services affirming that Nouryon Functional Chemicals LLC filed its 2021 annual report on March 30, 2021, with its main business address and the addresses of Mr. Ryan, Mr. Runzer, and me in Radnor, Pennsylvania. Nouryon Chemicals LLC keeps this record in the regularly conducted activities of its business and makes this record as a regular practice of the business.

17. Attached as Exhibit 6 is a true and correct copy of an Annual Registration filed with the State of Georgia Secretary of State on March 18, 2021 showing the updates to Nouryon Chemicals LLC's business address from Chicago, Illinois to Radnor, Pennsylvania. Nouryon Chemicals LLC keeps this record in the regularly conducted activities of its business and makes this record as a regular practice of the business.

18. Attached collectively as Exhibit 7 are true and correct copies of W-9 forms for Nouryon Chemicals LLC, Nouryon Functional Chemicals LLC, and Nouryon Surface Chemistry LLC – each dated February 12, 2021 and signed by Mr. Runzer. Each of the Nouryon Defendants keeps this W-9 in the regularly conducted activities of its business and makes this record as a regular practice of the business. These W-9 forms show Radnor, Pennsylvania as the business address for the Nouryon Defendants.

I declare under penalty of perjury that the foregoing is true and correct.

Dated 5/27/2021 | 3:01:22 PM PDT

DocuSigned by:  


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Adam Jones